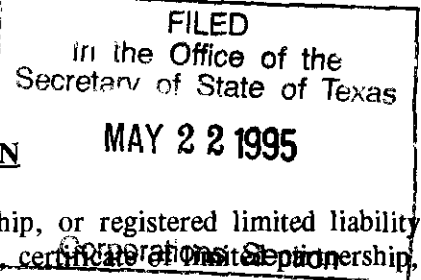


**ASSUMED NAME CERTIFICATE FOR AN
INCORPORATED BUSINESS OR PROFESSION**



1. The name of the corporation, limited liability company, limited partnership, or registered limited liability partnership as stated in its articles of incorporation, articles of organization, certificate of limited partnership, application or comparable document is Dixie Carriers, Inc..
2. The assumed name under which the business or professional service is to be conducted or rendered is Dixie Canal Group.
3. The state, country, or other jurisdiction under the laws of which it was incorporated, organized or associated is Delaware, and the address of its registered or similar office in that jurisdiction is c/o The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware 19801.
4. The period, not to exceed ten years, during which this assumed name will be used is 10 years from date of filing.
5. The entity is a (circle one) business corporation, non-profit corporation, professional corporation, professional association, limited liability company, limited partnership, registered limited liability partnership or some other type of incorporated business, professional or other association (specify):
6. If the entity is required to maintain a registered office in Texas, the address of the registered office is c/o CT Corporation System, 811 Dallas Avenue, Houston, Texas 77002, and the name of its registered agent at such address is CT Corporation System. The address of the principal office (if not the same as the registered office) is 1775 St. James Place, Suite 300, Houston, Texas 77251.
7. If the entity is not required to or does not maintain a registered office in Texas, the office address in Texas is N/A, and if the entity is not incorporated, organized or associated under the laws of Texas, the address of its place of business in Texas is N/A, and its office address elsewhere is N/A.
8. The county or counties where business or professional services are being or are to be conducted or rendered under such assumed name are (if applicable, use the designation "ALL" or "ALL EXCEPT"): Harris

DIXIE CARRIERS, INC.

By: Brian K. Harrington
Title: Vice President - Finance

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Brian K. Harrington, Vice President - Finance of Dixie Carriers, Inc., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the foregoing certificate for the purposes therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 18th day of May, 1995.

Cheryl Keys
Notary Public

My Commission Expires:

July 31, 1997

CHEYL KEYS
Print Name